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*Counsel to the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF FILING OF DECLARATION OF DAVID ESSEKS
ON BEHALF OF ALLEN & OVERY IN ACCORDANCE WITH
THE ORDER AUTHORIZING THE DEBTORS TO RETAIN AND COMPENSATE
CERTAIN PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

PLEASE TAKE NOTICE that, on January 19, 2023 (the “Petition Date”), Genesis Global Holdco, LLC (“Holdco”) and certain of its debtor affiliates, as debtors and debtors-in-possession in the above captioned chapter 11 cases (collectively, the “Debtors”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Southern District of New York (the “Court”).

PLEASE TAKE FURTHER NOTICE that, on February 8, 2023, the Debtors filed *Debtors’ Motion for Authority to Employ Professionals Used in the Ordinary Course of Business Nunc Pro Tunc to the Petition Date*, ECF No. 65 (the “OCP Motion”).

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

PLEASE TAKE FURTHER NOTICE that, on February 24, 2023, the Court entered the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 102 (the “OCP Order”).

PLEASE TAKE FURTHER NOTICE that, pursuant to the OCP Order, attached hereto as **Exhibit A** and **Exhibit B** are the OCP Declaration² and OCP Questionnaire, respectively, of David Esseks on behalf of Allen & Overy LLP.

Dated: July 7, 2023
New York, New York

/s/ Luke A. Barefoot
Sean A. O’Neal
Luke A. Barefoot
Jane VanLare
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*Counsel to the Debtors and
Debtors-in-Possession*

² Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the OCP Motion.

EXHIBIT A
OCP Declaration

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

DECLARATION OF DISINTERESTEDNESS

I, David Esseks, declare that the following is true to the best of my knowledge, information and belief:

1. I am a partner at Allen & Overy LLP, located at 1221 Avenue of the Americas, New York, NY 10020 (the “Firm”), which the debtors and debtors-in-possession (the “Debtors”) in the above-captioned cases (the “Chapter 11 Cases”) have agreed to compensate in connection with representation of a certain current officer in the ordinary course of the Debtors’ business. The Debtors have requested that the Firm serve as counsel and provide legal representation to such officer of the Debtors in connection with ongoing investigations relating to the Debtors. The Firm has consented to provide such services. This Declaration is submitted in compliance with the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 102 (as may be amended or revised, the “Ordinary Course Professionals Order”).

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

2. The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to the Chapter 11 Cases for persons that are parties in interest in the Chapter 11 Cases. The Firm does not believe that its past or future performance of services for such parties in interest in matters unrelated to the Chapter 11 Cases presents a disqualifying conflict of interest.

3. The Firm has not provided services to the Debtors prior to the commencement of the Chapter 11 Cases.

4. The Firm keeps, in the ordinary course of business, time records in one-tenth-of-an-hour increments.

5. As part of its customary practice, the Firm is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants and parties in interest in the Chapter 11 Cases.

6. Neither I nor any principal, partner, director, or officer of or professional employed by the Firm, has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

7. Except as otherwise disclosed in this Declaration, neither I nor any principal, partner, director, or officer of or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

8. As of the Petition Date, the Firm was not party to an agreement for indemnification with the Debtors.

9. If at any time during the period of its employment the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

[Signature page follows]

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: July 7, 2023
New York, New York

/s/ David Esseks
David Esseks
Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
Telephone: (212) 610-6300
Email: david.esseks@allenoverly.com

EXHIBIT B
OCP Questionnaire

Genesis Global Holdco, LLC, *et al.*
Chapter 11 Lead Case No 23-10063 (SHL)

RETENTION QUESTIONNAIRE¹

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY GENESIS GLOBAL
HOLDCO LLC, *et al.*, (the “Debtors”)

THIS QUESTIONNAIRE WILL BE FILED WITH THE COURT ON YOUR BEHALF.
PLEASE REMIT IT TO THE FOLLOWING ADDRESS:

Cleary Gottlieb Steen & Hamilton LLP
One Liberty Plaza
New York, NY 10006

If more space is needed, please complete on a separate page and attach.

1. Name and address of the firm:

David Esseks

Allen & Overy LLP

1221 Avenue of the Americas

New York, NY 10020

2. Date of retention: June 12, 2023

3. Type of services provided:

Legal representation of a certain current officer of the Debtors.

¹ All amounts are invoiced in U.S. Dollars.

4. Brief description of services to be provided:

Legal counsel in connection with ongoing investigations

relating to debtors.

5. Arrangements for compensation (hourly, contingent, etc.):

Hourly

(a) Average hourly rate (if applicable): \$1,995 to \$293

(b) Estimated average monthly compensation (based on prepetition retention
if firm was employed prepetition):

Unknown

6. Prepetition claims against any of the Debtors held by the firm:

Debtor(s) against whom claim is held: N/A

Amount of claim: N/A

Date claim arose: N/A

Source of claim: N/A

7. Prepetition claims against the Debtors held individually by any member or
associate of the firm:

Name: N/A

Status: N/A

Debtor(s) against whom claim is held: N/A

Amount of claim: N/A

Date claim arose: N/A

Source of claim: N/A

8. Stock or American Depositary Shares of any of the Debtors currently held by the firm:

Kind of shares: N/A

No. of shares: _____

9. Stock or American Depositary Shares of any of the Debtors currently held individually by any member or associate of the firm:

Name: N/A

Status: N/A

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

None that we are aware of at this time.

Name: David Esseks

Title: Partner